

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W. R. GRACE & CO., et al.,) Case No. 01-01139 (JKF)
Debtors.) (Jointly Administered)
) Hearing Date: April 9, 2007 9:00 a.m.
) Pittsburgh, PA
) Response Deadline: March 19, 2007
) Related Docket No. 9315
) (Related Document 14594)

**DECLARATION OF ERIC K. BEHRENS IN SUPPORT OF
CLAIMANT THE REGENTS OF THE UNIVERSITY OF
CALIFORNIA'S OPPOSITION TO GRACE'S MOTION FOR
SUMMARY JUDGMENT BASED ON THE STATUTE OF
LIMITATIONS**

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DECLARATION OF ERIC K. BEHRENS

I, ERIC K. BEHRENS, declare under penalty of perjury:

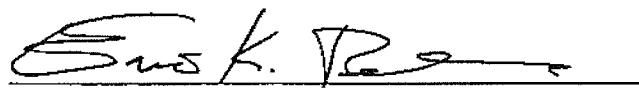
1. I am an attorney at law licensed to practice in all the courts of the State of California and am the Section Leader of Commercial Litigation of the Office of General Counsel for The Regents of the University of California, located at 1111 Franklin Street, 8th Floor, Oakland, California. I have been employed in the Office of General Counsel for The Regents of the University of California since 1981. I make this declaration of my own personal knowledge and, if called as a witness, I could testify competently thereto.
2. I have been Section Leader for Commercial Litigation since 2002. My duties as Section Leader of Commercial Litigation include supervising virtually all of the litigation in the Office of the General Counsel including bankruptcy matters, commercial and contractual disputes, and real property disputes.
3. The State of California does not own or operate the various campuses of the University of California. Instead, pursuant to Article IX, Section 9 of the Constitution of the State of California, the various campuses of the University of California are owned and operated by The Regents of the University of California.
4. The Regents of the University of California and the State of California are represented by different law firms in this action. The State of California makes its legal decisions and acts through the Office of Attorney General. In contrast, the University of California acts through its own legal counsel, the Office of General Counsel, who, in turn, reports to The Regents of the University of California. In this action, The Regents of University of California have filed their own separate claims for University of California properties.

5. The California Attorney General's Office cannot file a suit on behalf of The Regents of the University of California without its permission, since under Regents Bylaw 21.2, "The General Counsel and Vice President for Legal Affairs ... shall have general charge of all legal matters pertaining to the Corporation in all legal proceedings." (emphasis supplied).

6. I have conducted a review of the documents kept in the normal course of business located in the Office of General Counsel for The Regents of the University of California. I have been unable to locate any information that The Regents of the University of California participated in the 1990 petition filed in the United States Supreme Court which was joined by the State of California only through the Office of Attorney General. I further have been unable to locate any document that The Regents of the University of California gave the Office of Attorney General consent to file the 1990 petition on behalf of The Regents of the University of California.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 13th day of March 2007 at Oakland, California.



ERIC K. BEHRENS